

<i>SERFF Tracking Number:</i>	<i>SALA-128303863</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>SunAmerica Annuity and Life Assurance Company</i>	<i>State Tracking Number:</i>	
<i>Company Tracking Number:</i>	<i>AN-940 (4/12)</i>		
<i>TOI:</i>	<i>A08G Group Annuities - Unallocated</i>	<i>Sub-TOI:</i>	<i>A08G.003 Deposit Administration</i>
<i>Product Name:</i>	<i>Group Unallocated Fixed and Variable Annuity</i>		
<i>Project Name/Number:</i>	<i>/</i>		

Filing at a Glance

Company: SunAmerica Annuity and Life Assurance Company

Product Name: Group Unallocated Fixed and Variable Annuity SERFF Tr Num: SALA-128303863 State: Arkansas

TOI: A08G Group Annuities - Unallocated SERFF Status: Closed-Approved-Closed State Tr Num:

Sub-TOI: A08G.003 Deposit Administration Co Tr Num: AN-940 (4/12) State Status: Approved-Closed
Filing Type: Form Reviewer(s): Linda Bird

Authors: Tina Smith, Aly Lopez Disposition Date: 05/02/2012
Date Submitted: 04/27/2012 Disposition Status: Approved-Closed

Implementation Date Requested: On Approval Implementation Date:
State Filing Description:

General Information

Project Name:	Status of Filing in Domicile: Authorized
Project Number:	Date Approved in Domicile:
Requested Filing Mode: Review & Approval	Domicile Status Comments: Arizona, our domiciliary state, exempts this filing per ARS 20-1110.F and R20-6-218.

Explanation for Combination/Other:	Market Type: Group
Submission Type: New Submission	Group Market Size: Small and Large
Group Market Type: Employer	Overall Rate Impact:

Filing Status Changed: 05/02/2012	Deemer Date:
State Status Changed: 05/02/2012	Submitted By: Tina Smith
Created By: Tina Smith	

Corresponding Filing Tracking Number: AN-940 (4/12)
Filing Description:

We are submitting the attached group unallocated Data Page 3 and replacement insert page 13 of group unallocated annuity contract form AN-940 (9/99) for your review and approval. They are new forms and will not replace any form previously approved by your Department. Arizona, our domiciliary state, exempts this filing per ARS 20-1110.F and R20-6-218.

SERFF Tracking Number: SALA-128303863 State: Arkansas
Filing Company: SunAmerica Annuity and Life Assurance State Tracking Number:
Company
Company Tracking Number: AN-940 (4/12)
TOI: A08G Group Annuities - Unallocated Sub-TOI: A08G.003 Deposit Administration
Product Name: Group Unallocated Fixed and Variable Annuity
Project Name/Number: /

The Data Page 3 and insert page 13 will replace their corresponding contract pages in contract form AN-940 (9/99) approved by your Department on 10/27/1999 . Form AN-940 (9/99) is issued to employers who have established pension and profit sharing plan or deferred compensation plan for their employees. The only change to the approved Data Page 3 is the bracketing of the Fixed Account minimum guarantee interest rate. The changes to the contract page 13 are the reference of the Collateral Fixed Account interest rate on the contract data page and the deletion of the sentence "..... Collateral Fixed Account will never be less than 3.00%".

We will credit interest rate to meet the state's minimum nonforfeiture requirement (NAIC Index). Please note that existing contracts will not be affected and the submitted Data Page 3 and the replacement insert page 13 will only be used for new issues. We certify that other than the mentioned changes that are redlined the verbiage on the submitted Data Page 3 and the contract page 13 remain the same as the approved version. We have provided you with a redline of the changes made for ease in reviewing

Annuity Endorsement form ASE-6216 (1/05) which explains the index calculation and was previously approved by your Department on 7/18/2005 will also be used to amend the minimum interest rate in the approved annuity policy form as mandated by your state regulation. The approved Endorsement Form ASE-6216 (1/05) will be used for new issues only and existing contracts will not be affected.

We affirm that the Data Page 3, the replacement page 13 and the approved Endorsement form ASE-6216 (1/05) will be used for new issues only and existing contracts will not be affected.

To the best of our knowledge and belief, this submission is in compliance with the statutes and regulations of your state and contains nothing that has been previously objected to or disapproved by your Department. No part of this filing contains any unusual or possibly controversial items from normal company or industry standards.

Thank you for your review and if you have any questions please call us at 1-800-871-2000 X 6209 or email:

tsmith@sunamerica.com

State Narrative:

Company and Contact

Filing Contact Information

Tina Smith, Contract Analyst III

1999 Ave of the Stars

37th Floor

Los Angeles, CA 90067

tsmith@sunamerica.com

800-871-2000 [Phone] 6209 [Ext]

310-772-6569 [FAX]

Filing Company Information

SERFF Tracking Number: SALA-128303863 State: Arkansas

Filing Company: SunAmerica Annuity and Life Assurance State Tracking Number:

Company

Company Tracking Number: AN-940 (4/12)

TOI: A08G Group Annuities - Unallocated Sub-TOI: A08G.003 Deposit Administration

Product Name: Group Unallocated Fixed and Variable Annuity

Project Name/Number: /

SunAmerica Annuity and Life Assurance CoCode: 60941 State of Domicile: Arizona

Company

1999 Ave of the Stars Group Code: Company Type: Annuity

37th Floor Group Name: AIG State ID Number:

Los Angeles, CA 90067 FEIN Number: 86-0198983

(800) 871-2000 ext. [Phone]

Filing Fees

Fee Required? Yes

Fee Amount: \$100.00

Retaliatory? No

Fee Explanation: \$50/form

Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
SunAmerica Annuity and Life Assurance Company	\$100.00	04/27/2012	58738004

SERFF Tracking Number: SALA-128303863 State: Arkansas
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TOI: A08G Group Annuities - Unallocated Sub-TOI: A08G.003 Deposit Administration
Product Name: Group Unallocated Fixed and Variable Annuity
Project Name/Number: /

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved-Closed	Linda Bird	05/02/2012	05/02/2012

SERFF Tracking Number:	SALA-128303863	State:	Arkansas
Filing Company:	SunAmerica Annuity and Life Assurance Company	State Tracking Number:	
Company Tracking Number:	AN-940 (4/12)		
TOI:	A08G Group Annuities - Unallocated	Sub-TOI:	A08G.003 Deposit Administration
Product Name:	Group Unallocated Fixed and Variable Annuity		
Project Name/Number:	/		

Disposition

Disposition Date: 05/02/2012

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

SERFF Tracking Number: SALA-128303863 State: Arkansas

Filing Company: SunAmerica Annuity and Life Assurance State Tracking Number:

Company

Company Tracking Number: AN-940 (4/12)

TOI: A08G Group Annuities - Unallocated Sub-TOI: A08G.003 Deposit Administration

Product Name: Group Unallocated Fixed and Variable Annuity

Project Name/Number: /

Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		No
Supporting Document	Application		Yes
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Redline versions		Yes
Supporting Document	vairability statement		Yes
Form	Data Page 3		Yes
Form	Insert Page 13		Yes

SERFF Tracking Number: SALA-128303863 State: Arkansas

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Company Tracking Number: AN-940 (4/12)

TOI: A08G Group Annuities - Unallocated Sub-TOI: A08G.003 Deposit Administration

Product Name: Group Unallocated Fixed and Variable Annuity

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Form Schedule

Lead Form Number: AN-940 (4/12)

Schedule Item Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	AN-940 (4/12)	Schedule Pages	Data Page 3	Initial		0.000	AN-940 clean (4-12) 4-26.pdf
	AN-940 (4/12)	Policy/Cont ract/Fratern al Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Insert Page 13	Initial		0.000	AN-940 (4-12) PAGE 13 - CLEAN.pdf

Contract Data Page

Contract Number: [12345678]

Annuity Service Center:

P. O. BOX 54299

LOS ANGELES, CA 90054-0299

Contract Owner: [ABC COMPANY]

Plan: 401

Plan Name: [PLAN A]

Contract Date: [May 1, 2012]

Fixed Account Options -

Minimum Guarantee Rate:

[1.50%]

Mortality Risk Charge:

[0.25%]

Expense Risk Charge:

[0.45%]

Distribution Expense Charge:

[0.15%]

Separate Account:

[Variable Annuity Account Eight]

not allowed. Amounts in the Collateral Fixed Account may not be withdrawn except to the extent they are in excess of the outstanding Loan balance.

COLLATERAL FIXED ACCOUNT LOAN INTEREST

Until the loan has been repaid in full, that portion of the Collateral Fixed Account equal to the outstanding loan balance shall be credited with interest at a rate of 2.00% less than the loan interest rate fixed by Us for the term of the loan. The remaining portion of the Collateral Fixed Account will be credited with interest at the rate as stated as the Minimum Guarantee Rate on Contract Data Page 3. The Loan Interest Rate with regard to Loans made in connection with ERISA Plans shall be equal to the Moody's Corporate Bond Yield Average-Monthly Average Corporates as published by Moody's Investors Service, Inc., or any successor thereto. In the event that Moody's Corporate Bond Yield Average-Monthly Average Corporates is no longer published, a substantially similar average will be used. Specific Loan terms are disclosed at the time of Loan application or Loan issuance. With regard to Loans under an ERISA Plan, if We cannot establish a reasonable rate of interest of at least 5%, We may decline to make Loans under such Plan.

LOAN AMOUNT

The maximum amount of the Loan (when combined with other then outstanding Loans) shall not exceed the least of: (1) if applicable, the maximum amount permitted by the Plan; (2) fifty percent (50%) if not made under an ERISA Plan or forty percent (40%) if made under an ERISA Plan, of the Participant's vested interest in the Contract Value from which Loans may be taken less any outstanding Loans; or (3) \$50,000 reduced by the highest loan balance under the Plan or any other plan of the Participant's Employer during the year which ends on the date before the loan is made.

LOAN REPAYMENT

Loans must be repaid in substantially level payments, not less frequently than quarterly. Loans used to purchase a principal residence must be repaid within twenty (20) years. All other Loans must be repaid within five (5) years. Loan repayments will consist of principal and interest in amounts set forth in the loan agreement. Loan repayments will be allocated between the Fixed Accounts and the Subaccounts in the same manner as a scheduled payment in accordance with the most current allocations unless We agree otherwise. If a Plan or arrangement has multiple contribution type of accounts, We may establish a procedure to order or limit the Loan as well as a procedure for allocation of payment and interest on the Loan among contribution type of accounts.

If the Participant's Account is withdrawn or is surrendered while the Loan is outstanding, the surrender value will be reduced by the amount of the Loan outstanding plus accrued interest. While the Loan is outstanding, any Death Benefit attributable to the Participant's Account will be reduced by the amount of the Loan outstanding plus accrued interest.

If a Loan payment is not made when due, interest will continue to accrue. If a Loan payment is not made when due, or by the end of the applicable grace period under the terms of the Loan Agreement, then the entire Loan will be treated as a deemed distribution, will be taxable to the borrower, and may be subject to an early withdrawal tax penalty. Any defaulted amounts plus accrued interest, will be deducted from the Contract Value when the Loan goes into default if distributions are then permitted, or if not, as soon as permitted. Additional Loans may not be available while a previous Loan remains in default.

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Product Name: Group Unallocated Fixed and Variable Annuity
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Supporting Document Schedules

	Item Status:	Status Date:
Bypassed - Item: Flesch Certification		
Bypass Reason: N/A - variable annuity		
Comments:		

	Item Status:	Status Date:
Satisfied - Item: Application		
Comments:		
Application form number ANA-540 (9/99) approved 10/27/1999		

	Item Status:	Status Date:
Bypassed - Item: Life & Annuity - Acturial Memo		
Bypass Reason: N/A Data Page and insert page filing		
Comments:		

	Item Status:	Status Date:
Satisfied - Item: Redline versions		
Comments:		
Attachments:		
AN-940 RED (4-12) 4-26.pdf		
AN-940 (4-12) PAGE 13 - Red.pdf		

	Item Status:	Status Date:
Satisfied - Item: vairability statement		
Comments:		
Attachment:		

SERFF Tracking Number:	SALA-128303863	State:	Arkansas
Filing Company:	SunAmerica Annuity and Life Assurance Company	State Tracking Number:	
Company Tracking Number:	AN-940 (4/12)		
TOI:	A08G Group Annuities - Unallocated	Sub-TOI:	A08G.003 Deposit Administration
Product Name:	Group Unallocated Fixed and Variable Annuity		
Project Name/Number:	/		
AN-940 Data Page SOV.pdf			

Contract Data Page

Contract Number: [12345678]

Annuity Service Center:

P. O. BOX 54299

LOS ANGELES, CA 90054-0299

Contract Owner: [ABC COMPANY]

Plan: 401

Plan Name: [PLAN A]

Contract Date: [May 1, 2012]

Fixed Account Options -

Minimum Guarantee Rate:

[~~3~~1.50%]

Mortality Risk Charge:

[0.25%]

Expense Risk Charge:

[0.45%]

Distribution Expense Charge:

[0.15%]

Separate Account:

[Variable Annuity Account Eight]

~~**Withdrawal Charge:**~~

~~2% per Purchase Payment if withdrawn~~

~~prior to being invested for one year.~~

not allowed. Amounts in the Collateral Fixed Account may not be withdrawn except to the extent they are in excess of the outstanding Loan balance.

COLLATERAL FIXED ACCOUNT LOAN INTEREST

Until the loan has been repaid in full, that portion of the Collateral Fixed Account equal to the outstanding loan balance shall be credited with interest at a rate of 2.00% less than the loan interest rate fixed by Us for the term of the loan. The remaining portion of the Collateral Fixed Account will be credited with interest at the rate as stated as the Minimum Guarantee Rate on the Contract Data Page 3. ~~being earned by the Fixed Account. However, the interest rate credited to the Collateral Fixed Account will never be less than 3.00%.~~ The Loan Interest Rate with regard to Loans made in connection with ERISA Plans shall be equal to the Moody's Corporate Bond Yield Average-Monthly Average Corporates as published by Moody's Investors Service, Inc., or any successor thereto. In the event that Moody's Corporate Bond Yield Average-Monthly Average Corporates is no longer published, a substantially similar average will be used. Specific Loan terms are disclosed at the time of Loan application or Loan issuance. With regard to Loans under an ERISA Plan, if We cannot establish a reasonable rate of interest of at least 5%, We may decline to make Loans under such Plan.

LOAN AMOUNT

The maximum amount of the Loan (when combined with other then outstanding Loans) shall not exceed the least of: (1) if applicable, the maximum amount permitted by the Plan; (2) fifty percent (50%) if not made under an ERISA Plan or forty percent (40%) if made under an ERISA Plan, of the Participant's vested interest in the Contract Value from which Loans may be taken less any outstanding Loans; or (3) \$50,000 reduced by the highest loan balance under the Plan or any other plan of the Participant's Employer during the year which ends on the date before the loan is made.

LOAN REPAYMENT

Loans must be repaid in substantially level payments, not less frequently than quarterly. Loans used to purchase a principal residence must be repaid within twenty (20) years. All other Loans must be repaid within five (5) years. Loan repayments will consist of principal and interest in amounts set forth in the loan agreement. Loan repayments will be allocated between the Fixed Accounts and the Subaccounts in the same manner as a scheduled payment in accordance with the most current allocations unless We agree otherwise. If a Plan or arrangement has multiple contribution type of accounts, We may establish a procedure to order or limit the Loan as well as a procedure for allocation of payment and interest on the Loan among contribution type of accounts.

If the Participant's Account is withdrawn or is surrendered while the Loan is outstanding, the surrender value will be reduced by the amount of the Loan outstanding plus accrued interest. While the Loan is outstanding, any Death Benefit attributable to the Participant's Account will be reduced by the amount of the Loan outstanding plus accrued interest.

If a Loan payment is not made when due, interest will continue to accrue. If a Loan payment is not made when due, or by the end of the applicable grace period under the terms of the Loan Agreement, then the entire Loan will be treated as a deemed distribution, will be taxable to the borrower, and may be subject to an early withdrawal tax penalty. Any defaulted amounts plus accrued interest, will be deducted from the Contract Value when the Loan goes into default if distributions are then permitted, or if not, as soon as permitted. Additional Loans may not be available while a previous Loan remains in default.

**Explanation of Statement of Variability (“SOV”)
Bracketed Material for Contract Data Page 3 form AN-940 (4/12)**

(We will re-file this Statement of Variability prior to making any offering that goes beyond the ranges contained herein.)

CONTRACT PAGE	BRACKETED SECTION	DESCRIPTION
3	Fixed Account Options – Minimum Guarantee Rate	The Minimum Guaranteed Interest Rate is subject to change and may vary from 1.00% - 3.00%. This range is based on the NAIC Model Index for Fixed Annuities regulation. It will never be less than the minimum guarantee rate required by your Department of Insurance. The contract will print with a definitive minimum crediting rate and any changes to that percent will affect prospectively issued contracts only.
3	Mortality Risk Charge	The range is from 0.10% - 0.90%. The contract will be issued with definitive charge percentage and any changes will be for prospectively issued contracts only.
3	Expense Risk Charge	The range is from 0.10% - 0.50%. The contract will be issued with definitive charge percentage and any change will be for prospectively issued contracts only.
3	Distribution Expense Charge	The range is from 0.10% - 0.50%. The contract will be issued with definitive charge percentage and any change will be for prospectively issued contracts only.
3	Separate Account	The separate account as shown is subject to change for prospectively issued contracts. The range of variables for this item would be any existing or future established separate account of SunAmerica Annuity and Life Assurance Company.